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BEFORE THE ARIZONA CORPORATION COMMISSION

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Arizona Corporation Commission

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AZ CORP COMMISSION
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IN THE MATTER OF THE APPLICATION OF)
LEAP FROG TELECOM, LLC DBA VOCE)
TELECOM FOR APPROVAL OF A)
CERTIFICATE OF CONVENIENCE AND)
NECESSITY TO PROVIDE RESOLD LONG)
DISTANCE AND LOCAL EXCHANGE)
TELECOMMUNICATIONS SERVICES.)

DOCKET NO. T-20584A-10-0319

**VOCE TELECOM'S
RESPONSE TO STAFF REPORT**

Leap Frog Telecom, LLC d/b/a Voce Telecom ("Voce Telecom") provides this response to the Staff Report filed on November 29, 2012. Voce Telecom understands and appreciates the concerns raised by Commission Staff, and Voce Telecom is providing additional proposed conditions to address those concerns, for the consideration of Staff and the Commission.

Voce Telecom is an Arizona company headquartered in Scottsdale, Arizona. Voce Telecom has approximately thirty (30) employees in Arizona. Voce Telecom's management team has many years of experience in the telecommunications industry. Voce Telecom's CEO, Mickey Rao, has been a respected member of the business community in Arizona for over 30 years, and he is a former President of the Phoenix New Car Dealer's Association. Brief descriptions of the experience and qualification of each of Voce Telecom's management team are attached as follows:

Mickey Rao, Chief Executive Officer Exhibit A

Dimitris Pantzartzis, Ph.D., President Exhibit B

Peter Stazzone, CPA, Chief Financial Officer Exhibit C

Staff has concluded that Voce Telecom has the financial and technical capabilities to provide the requested service. (Staff Report, Sections 1.1 and 1.2). Staff's concerns have are focused on certain compliance issues relating two companies that members of Voce Telcom's

1 management team were previously involved with, Andiamo Telecom, LLC and Dancris Telecom,
2 LLC. In response, Voce Telecom provides brief explanations of those matters, and Voce Telecom
3 proposes additional conditions to ensure that Voce Telecom does not experience similar issues.

4 Voce Telecom notes that while the regulatory compliance issues identified by Staff are
5 highly regrettable and unfortunate, Dancris and Andiamo had excellent records for customer
6 services and customer satisfaction. In addition, Dancris and Andiamo took their regulatory
7 obligations seriously, and they retained highly reputable firms to assist them. They used Davis
8 Wright Tremaine LLP for their FCC matters. In addition, they used the prominent law firm
9 Perkins Coie for corporate and business law matters. Moreover, they retained the consulting firm
10 Technologies Management, Inc., to assist them in state regulatory compliance matters.
11 Nevertheless, Dancris and Andiamo did have several state regulatory compliance issues as
12 identified in the Staff Report, including failing to timely ask that their CC&Ns be cancelled.
13 These issues were due to several factors, such as the loss of the executive in charge of regulatory
14 matters, and the financial difficulties faced by each company. Nevertheless, those problems and
15 oversights are not acceptable, and Voce Telecom is committed to achieving a better record and
16 ensuring it remains in compliance with all state regulatory requirements.

17 Accordingly, Voce Telecom proposes the following additional conditions:

18 1. **Bond.** Voce Telecom must obtain the standard reseller bond or Irrevocable Sight
19 Draft Letter of Credit ("ISDLC") in the amount of \$35,000, as proposed by Staff. In addition,
20 Voce Telecom shall obtain an additional bond or ISDLC in the amount of \$65,000. The original
21 \$65,000 additional bond or ISDLC shall be filed at the same place time and manner as the \$35,000
22 bond or ISDLC, and shall remain in effect for a minimum period of three years from and after the
23 date the bond is filed or until further order of the Commission, whichever is longer. Thus, until
24 further order of the Commission, the total bond amount would be \$100,000.

25 2. **ACC Compliance Officer.** Voce Telecom shall designate an "ACC Compliance
26 Officer" that shall be responsible for ensuring Voce Telecom is in compliance with all Arizona
27 Corporation Commission rules and orders, and all laws administered by the Commission. In

1 addition, the ACC Compliance Officer shall be responsible for all reports submitted by Voce
2 Telecom to the Commission, and the ACC Compliance Officer shall be available to meet with the
3 Commission Staff or any Commissioner upon request. The ACC Compliance Officer must be
4 Vice President or higher level officer with Voce Telecom. Voce Telecom shall file a notice
5 naming its initial ACC Compliance Officer with Commission Docket Control in this docket within
6 30 days of a decision in this docket. In addition, Voce Telecom shall file a new notice with
7 Commission Docket Control if a new ACC Compliance Office is named.

8 3. **Quarterly Reports.** For the minimum three year period immediately following the
9 Commission's decision in this matter or until further order of the Commission, whichever is
10 longer, Voce Telecom shall file a quarterly report with Commission Docket Control in this docket
11 attesting that it is in compliance with all Arizona Corporation Commission rules and orders, and
12 all laws administered by the Commission, or listing each and every violation known to Voce
13 Telecom. The report must be signed under penalty of perjury by Voce Telecom's designated ACC
14 Compliance Officer.

15 4. **Compliance Program.** Voce Telecom shall file with Commission Docket Control in
16 this docket within 30 days of a decision in this docket a statement, signed by its ACC Compliance
17 Officer, that it has instituted a formal compliance program, that includes the following elements:
18 (A) training for the ACC Compliance Officer on Commission requirements; (B) procedures to
19 report any compliance concerns to the ACC Compliance Officer; and (C) a system for noting the
20 due date of all reports and other regulatory requirements of the Commission, together internal due
21 dates and reminders to ensure timely compliance.

22 Lastly, Voce Telecom notes that there is no question that telecommunications services is a
23 highly-competitive market, and customers have many other options to obtain telecommunications
24 service. No customer will be forced to use Voce Telecom's services, and if they are dissatisfied, a
25 customer will have many other options.

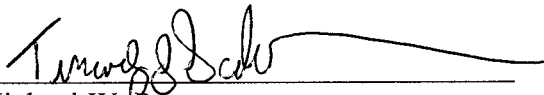
26 The grounds for denying a competitive telecommunications CC&N are set forth in A.A.C.
27 R14-2-1106(A). Voce Telecom is hopeful that with these additional conditions, the Commission

1 will find that there are none of the grounds for denying the application in A.A.C. R14-2-1106(A)
2 exist, and that the application should be approved.

3 Voce Telecom is willing to provide any additional information required by the
4 Commission Staff, the Administrative Law Judge, or the Commission for their evaluation of this
5 matter.

6 RESPECTFULLY SUBMITTED this 11th day of February 2013.

7
8 ROSHKA DEWULF & PATTEN, PLC

9
10 By 
11 Michael W. Patten
12 Timothy J. Sabo
13 One Arizona Center
14 400 East Van Buren Street, Suite 800
15 Phoenix, Arizona 85004

16 Original and 13 copies of the foregoing
17 filed this 11th day of February 2013 with:

18 Docket Control
19 Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

20 Copy of the foregoing hand-delivered/mailed
21 this 11th day of February 2013 to:

22 Lyn Farmer, Esq.
23 Chief Administrative Law Judge
Hearing Division
24 Arizona Corporation Commission
1200 West Washington
Phoenix, Arizona 85007

25 Janice M. Alward, Esq.
26 Chief Counsel, Legal Division
Arizona Corporation Commission
27 1200 West Washington
Phoenix, Arizona 85007

Exhibit

"A"

Mickey Rao is the CEO of Voce Telecom, founded in 2008. Voce is a leading facilities-based international carrier that provides a broad range of telecommunications services designed to meet the unique needs of wholesale and retail customers worldwide. Mickey oversees all operations within the company including Internet Services, Long Distance Communications, and International Wholesale Services. Over the past few years, Mickey has grown and improved Voce to continuously meet the ever changing needs of telecommunications users and matching those needs with the latest products and services. Prior to Voce, Mr. Rao was the founder and CEO of Dancris Telecom from 1995 until his departure in 2003. He was then the CEO of Andiamo Telecom from 2004-2008. Prior to the 1990's and the formation of Andiamo, Mickey was involved in the automotive sales world in Phoenix, Arizona as owner of the Camelback Subaru Dealership and President of the Phoenix New Car Dealer's Association. The international connections he made through his ventures led him into the telecommunications world. Mr. Rao holds a B.S. in Business Administration for Arizona State University.

Exhibit

"B"

DIMITRIS E. PANTZARTZIS

919.412.0611 ♦ 11653 East Sorrel Lane, Scottsdale, AZ 85259 ♦ panas4@yahoo.com

CAREER PROFILE

Forward-thinking director who offers more than twenty years of experience managing and executing the research, design, development, and implementation of diverse products/systems across various technology industries.

Possesses extensive knowledge of process engineering applications and methodologies. Background encompasses telecommunications, mixed-signal IC hands-on design and the production of acoustical, digital imaging, and wireless communications systems. Skilled in developing processes and leading teams to exceed corporate goals. Demonstrates exceptional leadership and presentation skills; interfaces easily with all levels of clients and personnel. Areas of expertise include project management, operations management, and strategic planning.

EDUCATION

Ph.D. in Electrical Engineering, Duke University, Durham, North Carolina, December 1994
Dissertation: Design and Signal Processing for Swath Bathymetry Sonar Systems

M.S. in Electrical Engineering, Duke University, Durham, North Carolina, May 1989
Thesis: Design and VLSI Implementation of a Real-Time Image Processing Chip Set

B.A.Sc. in Electrical Engineering, University of Windsor, Windsor, Ontario, Canada, May 1987
Senior Project: An Investigation of the Applicon Terminal for Use as a VLSI Tool

First Year in Economics and Law, University of Athens, Athens, Greece, May 1983
Major: Economics

EMPLOYMENT

October 2006 – Current

Voce Telecom LLC, Scottsdale, AZ.

Chief Executive Officer. Architect and designer of the current switching, routing, billing, and network facilities, oversees carrier pricing and relations, and all technical staff and operations. Company director for operations, product management and product profit margin assurance.

March 1999 – September 2006

ATMEL Corporation, Morrisville, NC, Multimedia and Communications Design Center.

Senior ASIC Design Director. Established physical design group and operations from ground zero. Interface directly with the Product Development Director for project/product specifications, management and physical design/layout of more than 25 mixed signal ASIC designs for multimedia (digital camera, AC3, MP3), and communications (wireless IEEE 802.11, Btooth, VOIP), and digital cable set-top box (MPEG4) products. Responsible for the design and management of all backend ASIC operations: specifications, resource scheduling, RTL synthesis, floorplanning, timing driven place and route, testing and tape-out. Interview and hire design engineering staff, evaluate CAD software tools, and establish flows/procedures for quick design to silicon turnaround time.

February 1997 - February 1999

Dancris Telecom LLC, Scottsdale, AZ, Network Operations Center.

Chief Operations Officer. Establish startup company network and technical operations center. IT management and maintenance of voice and data, high speed switching networks. Development of dedicated voice and data networks for communication applications and large business customers. System design and integration for large volume database automation processing. Hire, manage, and resource allocation of all technical staff.

January 1995 - January 1997

RESON Inc., Goleta, CA, Research and Development Department.

Project manager for research and design of bathymetric echo-sounder systems. Research and development of bottom detection, and seafloor classification techniques for underwater acoustic imaging and surveying. Multi-beam echo-sounder system design and integration for target detection, mine avoidance and hydrographic applications for proposals and customer acceptance tests including government agencies.

December 1991 - May 1994

Scripps Institution of Oceanography, San Diego, CA, Marine Physical Laboratory.

Visiting scholar research appointment, hardware and software digital signal processing development of a high-resolution multibeam echo-sounder system. Developed a bathymetric system in a simulated ocean environment and evaluated beamforming and bathymetric processing performance.

May 1989 - December 1991

Research Triangle Institute, RTP, NC, Circuit Design and Systems Research.

Design and consultant engineer (December 1991 - May 1994) for application specific digital and analog VLSI projects, hardware and software testing engineer. Research and design management of various government (NSA, Army) projects.

September 1987 - December 1991

Duke University, Durham, NC, Department of Electrical Engineering.

Teaching Assistant in computer logic and electric circuit analysis courses.

May 1988 - August 1988

Microelectronics Center of North Carolina, RTP, NC, Design and Test Group.

IC design engineer for SDA/HILO interface, and VLSI CAD tool development and testing.

May 1987 - August 1987

University of Windsor, Windsor, Canada, CAD/CAM Centre.

Research assistant in VLSI hardware and software system development and installation.

September 1986 - May 1987

Canadian Microelectronics Corporation, Waterloo, Canada, VLSI Design Group.

Research group member working on IC design and testing projects.

September 1985 - June 1987

Board of Education, Windsor, Canada, Greek Students Parents Association.

Teacher of Greek language class for children.

September 1984 - April 1985

University of Windsor, Windsor, Canada, Department of Mathematics.

Teaching Assistant in Mathematics for Engineering undergraduate students.

PROFESSIONAL SKILLS

- Languages:** C, C++, Perl, Fortran, Pascal, Verilog, HSpice, Matlab, Intel 8086/88, Motorola 56000, and TI 68000 DSPs assembly language, Xwindows, VxWorks RTOS.
- Systems:** UNIX, VMS, Windows, VxWorks, Cisco Operating Systems, wireline and wireless protocols and networking.
- ASIC Design:** Synopsys RTL Synthesis and Physical Compiler, PrimeTime, TetraMax.
Avanti PnR tools (Apollo, Hercules).
Cadence NCsim, SoC Encounter, CeltIC, Silicon Ensemble, PKS, Fire and Ice, Virtuoso.
Mentor Graphics Calibre.
MegaOne and HP82000 Test Systems.

PROFESSIONAL ASSOCIATIONS/AWARDS

- Reviewer, IEEE Transactions on VLSI Design.
- Reviewer, Journal of the Acoustical Society of America.
- Member, Marine Technology Society.
- Member, Acoustical Society of America.
- Member, Institute of Electrical and Electronics Engineers.
- Member, Triangle Area Neural Networks Society.
- Microelectronics Center of North Carolina Fellowship.
- Duke University Teaching/Research Assistantship.
- Canadian Microelectronics Corporation Research Fellowship.

PUBLICATIONS

D. Alexandrou, Z.H. Michalopoulou, and D. Pantzartzis. Slope Effects in Sidescan Bathymetry. *IEEE Journal of Oceanic Engineering*, (submitted).

D. Pantzartzis, Jens Steenstrup, and Burr Bridge. The Depth Accuracy of Flat and Circular Face Arrays in Multibeam Echo-Sounder Bathymetric Systems. In *Proc. Oceans '97*, Halifax, Nova Scotia, Canada, 1997.

D. Pantzartzis. The RESON Pipe Tracking Sonar Test Report. Technical Report Issue 1, Reson System A/S, Denmark, August 1996.

C. de Moustier, F.N. Spiess, D. Pantzartzis, R. Zimmerman, R.M. Lawhead, and F.V. Pavlicek. First Results From a Deep Tow Multibeam Echo-Sounder. In *Proc. Oceans '94*, vol. III, pp. 244-249, Brest, France, 1994.

D. Pantzartzis, D. Alexandrou, and V. Premus. High-resolution bathymetric simulations based on Kirchhoff scattering theory and anisotropic seafloor modeling. In *Proc. ICASSP '94*, Adelaide, South Australia, 1994.

D. Alexandrou and D. Pantzartzis. A Methodology for Acoustic Seafloor Classification. *IEEE Journal of Oceanic Engineering*, 18(2):81-86, April 1993.

D. Pantzartzis, C. de Moustier, and D. Alexandrou. Applications of high-resolution beamforming to multibeam swath bathymetry. In *Proc. Oceans '93*, vol. 2, pp. 77-82, Victoria, Canada, 1993.

N. Kanopoulos, D. Pantzartzis, and F.R. Bartram. Design of Self-Checking Circuits Using DCVS Logic: A Case Study. *IEEE Transactions on Computers*, 41(7):891-895, July 1992.

D. Alexandrou, D. Pantzartzis, and Z.H. Michalopoulou. A hybrid sonar design for shallow water bathymetry. In *Proc. Oceans '91*, vol. 1, pp. 567-571, Honolulu, HI, 1991.

D. Alexandrou and D. Pantzartzis. Seafloor Classification with Neural Networks. In *Proc. Oceans '90*, pp.18-23, Washington, DC, 1990.

N. Kanopoulos and D. Pantzartzis. An Eight-Bit Self-Checking DCVS Voter Chip. Contract 3722, U.S. Army LABCOM, Ft. Monmouth, NJ, December 1989. Prepared by RTI.

Exhibit

"C"

PETER M. STAZZONE
CHIEF FINANCIAL OFFICER

Peter Stazzone joined Voce in 2008. He is responsible for the company's financial strategy, accounting, planning, funding, assets, budgeting and reporting. Peter has more than twenty years of domestic and international experience in finance, strategic planning, operations, and accounting, and has a track record in the development of systems and processes that increase productivity and efficiency. Before joining Voce, Stazzone was the CFO for Dancris Telecom from 2000-2004, and CFO for Andiamo Telecom from 2004-2008. Before joining Dancris, Stazzone was a managing director of 360networks, a publicly traded global broadband network services provider. Peter has held management positions in finance and accounting in private industry and public accounting firms in Chicago and San Francisco. Peter has an MBA degree from DePaul University and a BS in accounting from the University of Illinois at Urbana. In addition, he is a Certified Public Accountant.